

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM538980

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	RELEASE OF SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
MIDCAP FINANCIAL TRUST		08/30/2019	Trust:
RECEIVING PARTY DATA			
Name:	VIVID LEARNING SYSTEMS, INC.		
Street Address:	5728 Bedford Street		
City:	Pasco		
State/Country:	WASHINGTON		
Postal Code:	99301		
Entity Type:	Corporation: WASHINGTON		
PROPERTY NUMBERS Total: 3			
Property Type	Number	Word Mark	
Registration Number:	4708707	STEWARDS OF SAFETY	
Registration Number:	4610483	STEWARDS OF SAFETY	
Registration Number:	4728657	V	
CORRESPONDENCE DATA			
Fax Number:			
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Email:	dcassinelli@proskauer.com		
Correspondent Name:	Diane Cassinelli		
Address Line 1:	c/o Proskauer Rose LLP		
Address Line 2:	One International Place		
Address Line 4:	Boston, MASSACHUSETTS 02110		
ATTORNEY DOCKET NUMBER:	11964-158		
NAME OF SUBMITTER:	Diane Cassinelli		
SIGNATURE:	/Diane Csasinelli/		
DATE SIGNED:	08/30/2019		
Total Attachments: 3			
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source=Release of Trademark Security Agreement (Vivid Learning Systems, Inc.)#page3.tif			

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RELEASE OF TRADEMARK SECURITY AGREEMENT

THIS RELEASE OF TRADEMARK SECURITY AGREEMENT dated as of August 30, 2019 (this "Release") is made by MIDCAP FINANCIAL TRUST, acting in its capacity as administrative agent (in such capacity, the "Administrative Agent") under that certain Trademark Security Agreement, dated as of March 6, 2018 (as amended, restated, amended and restated, supplemented or otherwise modified and in effect from time to time, the "Trademark Security Agreement") by and between VIVID LEARNING SYSTEMS, INC., a Washington corporation with an address of 5728 Bedford Street, Pasco, WA 99301 (the "Grantor") and the Administrative Agent. All capitalized terms used but not otherwise defined herein have the meanings given to them in the Trademark Security Agreement or the Credit Agreement, as applicable.

WHEREAS, pursuant to the Trademark Security Agreement which was recorded in the records of the United States Patent and Trademark Office on March 8, 2018 at reel 6287, frame 0387, the Grantor granted to the Administrative Agent, for the benefit of the Lenders, a continuing security interest in the Grantor's right, title and interest in, to and under its owned or thereafter acquired trademarks, including those set forth on the attached Schedule A (the "Trademark Collateral");

WHEREAS, pursuant to that certain Payoff Letter, dated as of August 30, 2019, by and between among others, the Grantor and the Administrative Agent, the Grantor has requested and the Administrative Agent has agreed to provide a document suitable for recording in the United States Patent and Trademark Office evidencing and effecting the release, relinquishment and discharge of its security interest in the Trademark Collateral (the "Released Collateral").

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Administrative Agent does hereby, in each case, without recourse, representation or warranty of any kind whatsoever, (a) terminate the security interest created under the Trademark Security Agreement in the Released Collateral, (b) release its security interest in the Released Collateral, and (c) discharge any and all rights, title and interest it has in and the security interest granted to the Administrative Agent in the Released Collateral.


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IN WITNESS WHEREOF, Administrative Agent has caused this Release to be executed and delivered by its duly authorized officer as of the date first set forth above.

MIDCAP FINANCIAL TRUST,
as Administrative Agent


By: Apollo Capital Management, L.P.,
its investment manager

By: Apollo Capital Management GP, LLC,
its general partner

By: 
Name: Maurice Amsellem
Title: Authorized Signatory

SCHEDULE A

Trademark Collateral

Mark	App. No.	Filed	Reg. No.	Reg. Date
STEWARD OF SAFETY	85/823918	1/15/2013	4,708,707	3/24/2015
STEWARDS OF SAFETY	85/823910	1/15/2013	4,610,483	9/23/2014
V and Design 	86/148590	12/19/2013	4,728,657	4/28/2015